

RIGRODSKY & LONG, P.A.

ATTORNEYS AT LAW

919 NORTH MARKET STREET, SUITE 980
WILMINGTON, DELAWARE 19801

SETH D. RIGRODSKY*
BRIAN D. LONG**

*ALSO ADMITTED IN NY
**ALSO ADMITTED IN PA

TELEPHONE (302) 295-5310
FACSIMILE (302) 654-7530
WWW.RIGRODSKYLONG.COM

March 26, 2008

VIA ECF

The Honorable Joseph J. Farnan, Jr.
United States District Court
For the District of Delaware
844 N. King Street
Wilmington, DE 19801

Re: *Smilow v. Barrett et al.*, C.A. No. 08-cv-93 (JJF)
Tobias v. Barrett et al., C.A. No. 08-cv-103 (JJF)

Dear Judge Farnan:

I write as counsel for plaintiffs in the above referenced actions. Enclosed for Your Honor's consideration please find the proposed Pretrial Order Number One. The proposed Order, among other things, provides for consolidation of the above-referenced actions, as well as an agreed-upon schedule regarding a forthcoming Consolidated Amended Complaint and an anticipated Motion to Dismiss. I can represent that counsel for all parties have reviewed and consent to the proposed Order.

Should Your Honor have any questions, counsel are available at the Court's convenience.

Respectfully,

/s/ Brian D. Long

Brian D. Long (#4347)

BDL/nrw
Encl.

cc: Clerk of Court (via ECF)
Stephen C. Norman, Esquire (via ECF)
Joseph H. Weiss, Esquire (via e-mail)
Jules Brody, Esquire (via e-mail)

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MARTIN SMILOW, Derivatively on behalf of INTEL CORPORATION,

Plaintiff,)

VS.)

CIVIL ACTION NO. 08-cv-93(JJF)

CRAIG R. BARRETT, PAUL S. OTELLINI,)
 CHARLENE BARSHEFSKY, CAROL)
 BARTZ, SUSAN L. DECKER, D. JAMES)
 GUZY, REED E. HUNDT, JAMES D.)
 PLUMMER, DAVID S. POTTRUCK, JANE)
 E. SHAW, JOHN L. THORNTON, and)
 DAVID B. YOFFIE,)

Defendants,)

VS.)

INTEL CORPORATION, a Delaware)
Corporation,)

Nominal Defendant.)

EVAN TOBIAS, Derivatively on behalf of)
INTEL CORPORATION,)

Plaintiff,)

CIVIL ACTION NO. 08-cv-103 (JJF)

VS.)

CRAIG R. BARRETT, PAUL S. OTELLINI,)
 CHARLENE BARSHEFSKY, CAROL)
 BARTZ, SUSAN L. DECKER, D. JAMES)
 GUZY, REED E. HUNDT, JAMES D.)
 PLUMMER, DAVID S. POTTRUCK, JANE)
 E. SHAW, JOHN L. THORNTON, and)
 DAVID B. YOFFIE,)

Defendants,)

VS.)

INTEL CORPORATION, a Delaware Corporation,

Nominal Defendant.)

[PROPOSED] PRE-TRIAL ORDER NUMBER ONE

I. CONSOLIDATION

This cause coming on to be heard, the parties being duly notified and the Court being duly advised in the premises, the Court finding that these cases complain of the same transactions, involve the same issues of fact and law, and that consolidation will not prejudice a substantial right of any of the parties,

IT IS HEREBY ORDERED THAT:

1. The captioned cases are hereby consolidated for all purposes, including trial. The Clerk of the Court will maintain a master docket and case file under the style “In re Intel Corporation Derivative Litigation,” master file number 08-cv-93(JJF), the lowest case number of the captioned actions. All orders, pleadings, motions and other documents, when filed and docketed in the master case, will be deemed filed and docketed in each individual case to the extent applicable.

2. All documents henceforth filed in this consolidated action shall bear the following caption and no other captions or docket numbers:

IN RE: INTEL CORPORATION)	08-cv-93(JJF)
DERIVATIVE LITIGATION)	

Documents intended to apply only to a particular case will indicate in their caption the case number of the case and cases to which they apply and an extra copy will be provided to the Clerk to facilitate filing and docketing both in the master case file and the specified individual case files.

II. APPOINTMENT OF LEAD PLAINTIFFS AND LEAD COUNSEL

3. Plaintiffs Martin Smilow and Evan Tobias are appointed Lead Plaintiffs. Nothing in this order shall be deemed to constitute a finding that Lead Plaintiffs have standing to pursue

this action, and defendants' agreement to this order is without prejudice to their right to challenge the standing of Lead Plaintiffs.

4. The law firms of Weiss & Lurie and Stull, Stull & Brody are appointed Lead Counsel and the law firm of Rigrodsky & Long, P.A., Liaison Counsel, and they shall have responsibility for prosecution of this action in all respects on behalf of plaintiffs.

III. NEWLY-FILED OR TRANSFERRED ACTIONS

5. This Court requests the assistance of counsel in calling to the attention of the Clerk of this Court the filing or transfer of any case that might properly be consolidated as part of this action.

6. When a case that arises out of the same subject matter of the action is hereinafter filed in this Court or transferred from another court, the Clerk of this Court shall:

- a. File a copy of this Order in the separate file for such action;
- b. Mail a copy of this Order to the attorneys for the plaintiff(s) in the newly-filed or transferred case and to any new defendant(s) in the newly-filed or transferred case; and
- c. Make the appropriate entry in the docket for this action.

7. Each new case that arises out of the subject matter of the action which is filed in this Court or transferred to this Court, shall be consolidated with this action and this Order shall apply thereto, unless a party objects to consolidation or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief and this Court deems it appropriate to grant such application. Nothing in the foregoing shall be construed as a waiver of the defendants' right to object to

consolidation of any newly-filed or transferred related action. Without further order of this Court, defendants shall have no obligation to respond to any complaint in any such new case.

IV. THE CONSOLIDATED COMPLAINT

8. On or before May 2, 2008, Lead Plaintiffs will cause to be filed a consolidated complaint (the "Consolidated Complaint"). Defendants are not required to respond to the existing complaints.

9. Within thirty (30) days of the filing of the Consolidated Complaint, defendants shall file their answer or a motion with respect to the Consolidated Complaint.

10. If defendants file a motion to dismiss the Consolidated Complaint, Lead Plaintiffs shall file the opposition thereto within thirty (30) days of the service thereof. Defendants shall have fifteen (15) days after service of Lead Plaintiffs' opposition to file a reply, if any, in support of the motion to dismiss.

DATED: March __, 2008

SO ORDERED:

JUDGE OF THE DISTRICT COURT